

STIPULATION AND ORDER

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
MARK K. GOLDSTEIN, Individually and On
Behalf of All Others Similarly Situated,

Plaintiffs,

vs.

CENTERLINE HOLDING COMPANY, MARC
D. SCHNITZER, ROBERT L. LEVY, JEFF T.
BLAU, and STEPHEN M. ROSS,

Defendants.
-----X

Case No.: 08-CV-00505 (SAS)

DEBORAH DECHTER, on behalf of herself
And all others similarly situated,

Plaintiffs,

vs.

CENTERLINE HOLDING COMPANY, MARC
D. SCHNITZER, ROBERT L. LEVY, STEPHEN M.
ROSS and JEFF T. BLAU,

Defendants.
-----X

Case No.: 08-CV-1593 (UA)

PETER FRANK, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

vs.

CENTERLINE HOLDING COMPANY, MARC
D. SCHNITZER, ROBERT L. LEVY, STEPHEN M. ROSS
AND JEFF T. BLAU,

Defendants.
-----X

Case No.: 08-CV-01026 (SAS)

-----x **Case No.: 08-CV-1458 (SAS)**
THOMAS LYONS, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

vs.

CENTERLINE HOLDING COMPANY, MARC
D. SCHNITZER, ROBERT L. LEVY, JEFF T. BLAU, and
STEPHEN M. ROSS

Defendants.

-----x **Case No.: 08-CV-01158 (SAS)**
LORI WEINRIB, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

vs.

CENTERLINE HOLDING COMPANY, MARC
D. SCHNITZER and ROBERT L. LEVY

Defendants.

-----x

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned
counsel for the parties, that:

1. The undersigned counsel for the defendants each hereby agree, on behalf of their
respective clients, to waive service of the summons and complaint in the above-referenced
action, and each defendant shall be deemed served with the summons and complaint as of the
date of this Stipulation.

2. The parties agree that the above-captioned actions are securities class actions
raising common issues of fact and law, as those terms are interpreted and applied in the context
of consolidation pursuant to Fed. R. Civ. P. 42(a). The parties further agree that no party would

be prejudiced by a consolidation of the actions and that consolidation would further the efficient progress of this litigation, and, therefore, stipulate that these actions be consolidated pursuant to Fed. R. Civ. P. 42(a) for all purposes into the first case filed in this District, *Goldstein v. Centerline Holding Company*, No. 08-CV-00505 (the "Consolidated Action") and that the consolidated caption shall be: *In re Centerline Holding Company Securities Litigation, Civil Action No.*, 08-CV-00505 (SAS).

3. The parties anticipate that after the resolution of lead plaintiff and lead counsel motions to be filed pursuant to the Private Securities Litigation Reform Act of 1995, 15 U.S.C. § 78u-4(a)(3)(B), the lead plaintiff designated by the Court will thereafter file a consolidated complaint, which will become the operative complaint.

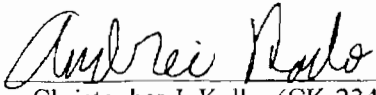
4. The parties agree that the lead plaintiff shall file the consolidated complaint within 60 days after the entry of an order designating lead plaintiff and lead plaintiff's counsel unless otherwise agreed upon by the parties or ordered by the Court. The defendants need not respond to any complaint filed in this action prior to the filing of the consolidated complaint.

5. The defendants shall respond to the consolidated complaint within forty-five (45) days of its filing. If the defendants file any motion directed at the consolidated complaint, the opposition brief shall be filed within 45 days of the filing of such motion, and the reply brief shall be filed within 30 days after the opposition brief unless otherwise agreed upon by the parties or ordered by the Court.

6. This Stipulation may be signed in counterparts and delivered by facsimile or other electronic means, with each such counterpart deemed an original and facsimile signatures as effective as original signatures.

Dated: February 28, 2008
New York, New York

LABATON SUCHAROW LLP

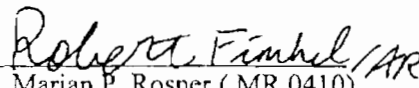
By: 
Christopher J. Keller (CK-2347)
Andrei V. Rado (AR-3724)
Alan I. Ellman (AE-7347)
140 Broadway
New York, NY 10005
Telephone: (212) 907-0700
Facsimile: (212) 818-0477

BERGER & MONTAGUE, P.C.

Sherrie R. Savett, Esq.
Barbara A. Podell, Esq.
Eric Lechtzin, Esq.
1622 Locust Street
Philadelphia, Pennsylvania 19103
Phone: (215) 875-3000
Fax: (215) 875-4604

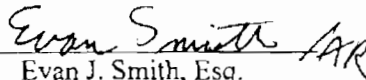
Attorneys for Plaintiff Mark K. Goldstein

WOLF POPPER LLP

By: 
Marian P. Rosner (MR 0410)
Robert C. Finkel (RF 2373)
James A. Harrod (JH 4400)
Danielle Disporto
845 Third Avenue
New York, NY 10022
Tel: (212) 759-4600
Fax: (212) 486-2093

Attorneys for Deborah Dechter

BRODSKY & SMITH, LLC

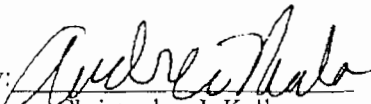
By: 
Evan J. Smith, Esq.
240 Mineola Blvd
Mineola, NY 11501
Tel.: 516-741-4977
Fax: 516-741-0626

**SCHIFFRIN BARROWAY
TOPAZ & KESSLER, LLP**

Richard A. Maniskas
D. Seamus Kaskela
280 King of Prussia Road
Radnor, PA 19087
Tel: (610) 667-7706
Fax: (610) 667-7056

Attorneys for plaintiff Peter Frank

LABATON SUCHAROW LLP

By: 
Christopher J. Keller
Andrei V. Rado
Alan I. Ellman
140 Broadway
New York, NY 10005
Tel.: 212-907-0700
Fax: 212-818-0477

**LAW OFFICES OF CURTIS V.
TRINKO, LLP**

Curtis V. Trinko
16 West 46th Street, 7th Floor
New York, NY 10036
Tel: (212) 490-9550
Fax: (212) 986-0158

Attorneys for plaintiff Thomas Lyons

**COUGHLIN STOIA GELLER RUDMAN &
ROBBINS LLP**

By: David Rosenfeld /AR
Samuel H. Rudman
David A. Rosenfeld
58 South Service Road, Suite 200
Melville, NY 11747
Tel.: 631-367-7100
Fax: 631-367-1173

**ABRAHAM, FRUCHTER &
TWERSKY, LLP**

Jeffrey S. Abraham
One Penn Plaza, Suite 2805
New York, NY 10119
Tel: (212) 279-5050
Fax: (212) 279-3655

Attorneys for plaintiff Lori Weinrib

**PAUL WEISS RIFKIND WHARTON &
GARRISON LLP**

By: Richard A. Rosen /AR
Richard A. Rosen
1285 Avenue of the Americas
New York, NY 10158-0038
Phone: (212) 373-3000
Fax: (212) 373-2359

*Attorneys for Defendants Centerline Holding
Company, Marc D. Schnitzer and Robert L. Levy*

REED SMITH LLP

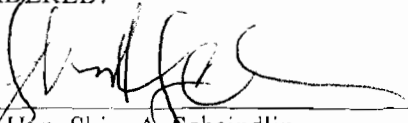
By: Steven Cooper /AR
Steven Cooper
599 Lexington Avenue
29th Floor
New York, NY, 10022
Tele.: 212-521-5400
Fax: 212-521-5450

REED SMITH LLP

Sarah R. Wolff
10 South Wacker Drive, 40th Floor
Chicago, IL, 60606-7507
Tele.: 312-207-1000
Fax: 312-207-6400

*Attorneys for Defendants Stephen M. Ross and
Jeffrey T. Blau*

SO ORDERED:


Hon. Shira A. Scheindlin
U.S.D.J.

3/3/08